

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,

Debtors.

)  
) Chapter 11  
)  
) Case No. 01-01139 (KJC)  
)  
) (Jointly Administered)  
)  
)  
)  
)

VERIFICATION OF JOHN C. PHILLIPS, JR.

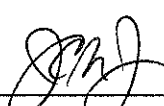
State of Delaware :  
: ss  
New Castle County :

John C. Phillips, Jr., after being duly sworn according to law, deposes and says:

1. I am senior director of the applicant law firm Phillips, Goldman & Spence, P.A. ("PG&S") and am a member in good standing of the Delaware Bar Association and am authorized to appear before this Court.

2. I am familiar with the work performed on behalf of Roger Frankel as Future Claimants' Representative by the lawyers, legal assistants, and other professionals of PG&S as set forth in the attached invoices.

3. I have reviewed the *Second Quarterly Interim Application of Phillips, Goldman & Spence, P.A. as Local Counsel to the PI Future Claimants' Representative for Compensation and Reimbursement of Expenses for the Period of October 1, 2013 through December 31, 2013* and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order, and I believe the Application to be in compliance therewith.

  
\_\_\_\_\_  
JOHN C. PHILLIPS, JR., ESQUIRE (#110)  
Co-counsel to Roger Frankel, FCR

SWORN AND SUBSCRIBED TO BEFORE ME THIS 10<sup>th</sup> DAY OF MARCH 2014.

  
\_\_\_\_\_  
Notary Public

TAMMY A. PATTERSON  
NOTARY PUBLIC  
STATE OF DELAWARE  
My commission expires Oct. 6, 2015